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**VIA FACSIMILE & ELECTRONIC MAIL**

Peter S. Brooks, Esq.  
Seyfarth Shaw LLP  
World Trade Center East  
Two Seaport Lane, Suite 300  
Boston, MA 02210

Re: Healthy Solutions, LLC, et al, v. ITV Direct, Inc.

Dear Attorney Brooks:

As you are well aware, on July 20, 2005, the District Court entered an Order allowing Cappseals Motion for Summary Judgment and directing it to file a proposed judgment with regard to its reach-and-apply claim. Cappseals filed such a proposed judgment on July 22, 2005 seeking the Court's endorsement of a judgment against ITV Direct, Inc. and Direct Fulfillment, LLC in the amount of \$1,041,684.49. Pursuant to Attorney Robertson's letter of July 25, 2005, your clients have "no objection to the proposed judgment filed by Cappseals" and in fact have *requested* the Court to enter judgment for Cappseals consistent with the form proposed. Taking these facts into consideration, we expect that Judge Tauro will be issuing a judgment imminently. Accordingly, we request that you immediately notify our office whether your clients intend to pay the outstanding debt of \$1,041,684.49.

Previously there has been a concern raised that the injunction order issued in *FTC vs. Direct Marketing Concepts, Inc., et al*, Civil Action No. 04-1136-GAO might preclude your clients from paying a judgment to Cappseals. However, the plain language of the June 23, 2004 Order in the FTC action clearly allows your clients to make payments for "actual and necessary business operations and expenses" that they have incurred. As recognized by Judge Tauro, the debt owed to Cappseals is an "actual" business expense that was incurred pursuant to the purchase orders issued by ITV, and, payment is not precluded by the June 23<sup>rd</sup> Order.

I look forward to your response to this letter. If we do not hear from you immediately, we will have to take the necessary steps to obtain post-judgment security. Thank you in advance for your consideration.

Sincerely,



Scott A. Silverman

SAS:vay

cc: Christopher Robertson, Esq. (via electronic mail)  
Daniel J. Kelly, Esq.

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